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March 10, 2000

Magalie Roman Salas

Secretary

Federal Communications Commission

445 Twelfth Street, S.W.

Washington, D.C. 20554

**Re: In the Matter of Applications of Ameritech Corp., Transferor, and
SBC Communications, Inc., Transferee, for Consent to Transfer
Control of Corporations Holding Commission Licenses and Lines
Pursuant to Sections 214 and 310(d) of the Communications Act and
Parts 5, 22, 24, 25, 63, 90, 95, and 101 of the Commission's Rules CC
Docket No. 98-141, ASD File No. 99-49**

Dear Ms. Salas:

Please find attached an original and four copies of the Reply Comments for NewPath Communications, Inc. in regard to SBC's request for a waiver of merger conditions in the above-referenced proceeding.

Sincerely,

Lawrence Freedman /jbr
Lawrence R. Freedman

cc: Attached Service List

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**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

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In the Matter of)	
)	
Applications of Ameritech, Corp., Transferor,)	
and SBC Communications, Inc., Transferee,)	CC Docket No. 98-141
For Consent to Transfer Control of Corporations)	
Holding Commission Licenses and Lines Pursuant)	ASD File No. 99-49
to Sections 214 and 310(d) of the Communications)	
Act and Parts 5, 22, 24, 25, 63, 90, 95, and 101 of)	
the Commission's Rules)	

REPLY COMMENTS OF NEWPATH COMMUNICATIONS, INC.

NewPath Communications, Inc. ("NewPath"), by its attorneys, submits these comments in reply to the comments submitted by the Association for Local Telecommunications Services ("ALTS") on March 3, 2000 ("Comments") regarding SBC Communications, Inc.'s ("SBC") proposal for waivers of the Merger Conditions in order to implement "Project Pronto," a new "Digital Loop Electronics," or "DLE" network.

NewPath is a new, small carrier that serves rural markets in smaller cities, among others. NewPath provides "Advanced Services"¹, including DSL services. NewPath intends to deploy initially into seventeen states, mostly in the Midwest, mostly rural territories, and mostly smaller Tier 2 and Tier 3 cities. It is presently negotiating interconnection contracts, including provisions for collocation, DSL services and line sharing, with all of the Bell Operating Companies, GTE, and a number of other incumbent local exchange carriers ("ILECs"). NewPath is actively

¹"Advanced Services" is defined as high speed, switched, broadband, wireline telecommunications capability that enables users to originate and receive high-quality voice, data, graphics and video telecommunications. *See Deployment of Wireline Services Offering Advanced Telecommunications Capability*, CC Docket No. 98-147, Third Report and Order, FCC 99-355 (rel. Dec. 9, 1999).

working with the ILECs in those states to gain access to the ILEC's technology required to rapidly deploy NewPath's data services.

While NewPath is at an early stage in its deployment and consequently has not yet reached all of the issues raised by the Association for Local Telecommunications Services ("ALTS") in its Comments, NewPath urges the Commission to ensure that these concerns are appropriately addressed. NewPath asks the Commission to ensure that whatever is ultimately approved herein does not impede NewPath's ability to deploy its Advanced Services technology. The Commission should ensure that through Project Pronto, NewPath and other CLECs will have equal and nondiscriminatory access to remote terminals (RTs), as required by the Merger Conditions. NewPath also urges the Commission to ensure that implementation of SBC's Project Pronto accommodates appropriate provisions for CLECs to obtain non-discriminatory access to perform testing. NewPath urges the Commission to ensure that Project Pronto accommodates CLEC's choice of all technically feasible DSL approaches, without unnecessarily limiting a CLEC to one particular technology. NewPath urges the Commission to ensure that any waiver of certain Merger Conditions is consistent with the obligation to achieve equal and nondiscriminatory access for the provision of Advanced Services.

Respectfully submitted,

NEWPATH COMMUNICATIONS, INC.

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Dated: March 10, 2000

CERTIFICATE OF SERVICE

I, Cecilia Gornak, a secretary at the law firm of Fleischman and Walsh, L.L.P., hereby certify that on this 10th of March, 2000, copies of the foregoing Reply Comments of NewPath Communications, Inc. were served via first class mail, postage prepaid, or by hand delivery to the parties listed below.

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3/10/2000
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